

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

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In re	:
	:
LEHMAN BROTHERS HOLDINGS INC., <i>et al.</i> ,	:
	:
Debtors.	:
	:
	:
-----X	

**Chapter 11 Case No.  
08-13555 (JMP)  
(Jointly Administered)**

**AFFIDAVIT AND DISCLOSURE STATEMENT OF GERBEN HOEKSMAS,  
ON BEHALF OF ALLEN MATKINS LECK GAMBLE MALLORY & NATSIS LLP**

STATE OF CALIFORNIA            )  
  ) ss:  
COUNTY OF LOS ANGELES        )

Gerben Hoeksma, being duly sworn, upon his oath, deposes and says:

1. I am a Partner of Allen Matkins Leck Gamble Mallory & Natsis LLP, located at 515 South Figueroa Street, Ninth Floor, Los Angeles, California 90071-3309 (the "Firm").

2. Lehman Brothers Holdings Inc. ("LBHI") and its affiliated debtors in the above-referenced chapter 11 cases, as debtors and debtors in possession (together, the "Debtors") and, collectively with their non-debtor affiliates, "Lehman"), have requested that the Firm provide legal services as local California counsel to the Debtors with regard to foreclosure, bankruptcy and mechanic's lien claims/stop notices with regard to three (3) residential developments, owned by LBREP-L/SunCal Master I, LLC and known as Summerwind Ranch, McSweeney Ranch and McAllister Ranch, and the Firm has consented to provide such services.

3. The Firm may have performed services in the past and may perform services in the future, in matters unrelated to these chapter 11 cases, for persons that are parties in interest in the Debtors' chapter 11 cases. As part of its customary practice, the Firm is retained in cases, proceedings, and transactions involving many different parties, some of whom may represent or be claimants or employees of the Debtors, or other parties in interest in these chapter 11 cases. The Firm does not perform services for any such person in connection with the chapter 11 case of Lehman Commercial Paper, Inc. Although the Firm does represent Palmdale Hills Property, LLC, Acton Estates Property and the City of Palmdale with regard to creditors' claims against the Debtor's estate, the Firm does not represent or hold any interest adverse to the Debtor or to the estate with respect to the foregoing matter. None of the attorneys with the Firm that are working on the foregoing matter are in any way involved with the Firm's proposed representation of any other creditor and, in fact, the lawyers are located in different offices in different cities.

4. Neither I, nor any principal of, or professional employed by the Firm has agreed to share or will share any portion of the compensation to be received from the Debtors with any other person other than the principals and regular employees of the Firm.

5. Neither I, nor any principal of, or professional employed by the Firm, insofar as I have been able to ascertain, holds or represents any interest adverse to the Debtors or their estates.

6. The Debtors owe the Firm \$133,134.62 for prepetition services.

7. The Firm is conducting further inquiries regarding its retention by any creditors of the Debtors, and upon conclusion of that inquiry, or at any time during the period of

its employment, if the Firm should discover any facts bearing on the matters described herein,  
the Firm will supplement the information contained in this Affidavit.<sup>1</sup>

By: \_\_\_\_\_

Gerben Hoeksma  
Partner

Subscribed and sworn to before me  
this 16 day of December 2008

Katrina Modglin  
Notary Public



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<sup>1</sup> If necessary.

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SOUTHERN DISTRICT OF NEW YORK**

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**In re** : **Chapter 11 Case No.**  
:  
**LEHMAN BROTHERS HOLDINGS INC., et al.,** : **08-13555 (JMP)**  
:  
**Debtors.** : **(Jointly Administered)**  
:  
:  
-----X

**RETENTION QUESTIONNAIRE**

TO BE COMPLETED BY PROFESSIONALS EMPLOYED BY LEHMAN BROTHERS HOLDINGS INC. OR ANY OF ITS DEBTOR AFFILIATES (collectively, the "Debtors")

DO NOT FILE THIS QUESTIONNAIRE WITH THE COURT.  
RETURN IT FOR FILING BY THE DEBTORS, TO:

Weil, Gotshal & Manges LLP  
767 Fifth Avenue  
New York, New York 10153  
Attn: Jennifer Sapp  
Christopher Stauble

All questions **must** be answered. Please use "none," "not applicable," or "N/A," as appropriate. If more space is needed, please complete on a separate page and attach.

1. Name and address of firm:

Allen Matkins Leck Gamble Mallory & Natsis LLP

515 South Figueroa Street, Ninth Floor

Los Angeles, California 90071-3309

2. Date of retention: February 14, 2008

3. Type of services provided (accounting, legal, etc.):

Legal

4. Brief description of services to be provided:

Act as local California counsel with regard to foreclosure, bankruptcy and  
mechanic's lien claims/stop notices with regard to three (3) residential  
developments, owned by LBREP-L/SunCal Master I, LLC and known as  
Summerwind Ranch, McSweeney Ranch and McAllister Ranch

5. Arrangements for compensation (hourly, contingent, etc.)

Hourly

- (a) Average hourly rate (if applicable):

- (b) Estimated average monthly compensation based on prepetition  
retention (if firm was employed prepetition):

\$24,000.00

6. Prepetition claims against the Debtors held by the firm:

Amount of claim: \$133,134.62

Date claim arose: February 6, 2008 – September 15, 2008

Source of Claim: Legal Services

7. Prepetition claims against the Debtors held individually by any member,  
associate, or professional employee of the firm:

Name: N/A

Status: \_\_\_\_\_

Amount of Claim: \$ \_\_\_\_\_

Date claim arose: \_\_\_\_\_

Source of claim: \_\_\_\_\_

\_\_\_\_\_

\_\_\_\_\_

\_\_\_\_\_

8. Stock of the Debtors currently held by the firm:

Kind of shares: None

No. of shares: \_\_\_\_\_

9. Stock of the Debtors currently held individually by any member, associate, or professional employee of the firm:

Name: None to my knowledge; however, the firm does not keep track of stock (or other evidence of ownership) which may be held by individuals.

Status: \_\_\_\_\_

\_\_\_\_\_

Kind of shares: \_\_\_\_\_

No. of shares: \_\_\_\_\_

10. Disclose the nature and provide a brief description of any interest adverse to the Debtors or to their estates with respect to the matters on which the above-named firm is to be employed.

N/A

\_\_\_\_\_

\_\_\_\_\_

\_\_\_\_\_

11. Name of individual completing this form:

Gerben Hoeksma